

State of Rhode Island and Providence Plantations

May 15, 1952

WE, the undersigned officers of

WARREN PETROLEUM COMPANY

a corporation duly incorporated under the laws of the State of Rhode Island, HEREBY CERTIFY, that at a meeting of the stockholders of said corporation, duly called for the purpose, and held in the City of Providence, in said State, on the 14th day of May, A. D. 1952, the following amendment(s) to the Articles of Association (or Charter) was (or were) duly adopted by an affirmative vote of the following proportion of the stockholders of said corporation, viz:— 100%.

which said vote amends or adds the following Article(or Articles)to read as follows,viz—

"Article No. Fifth:

The total amount of authorized capital stock of said corporation, with par value, shall be twenty-five thousand (\$25,000.00) dollars as follows, viz: Preferred stock in the amount of twenty-five thousand (\$25,000.00) dollars to be divided into two hundred fifty (250) shares of the par value of one hundred (\$100.00) dollars each.

The terms of said shares of Preferred Stock are as follows:

1) The holder of each share of this Preferred Stock shall be entitled to receive and the Company shall be bound to pay out of its surplus or net earnings a dividend at the rate of, but never exceeding, five (5%) per cent per annum, cumulative from and after the 15th day of May A.D. 1952, payable semi-annually on the 15th day of May and November in each year, before any dividend shall be set apart or paid on the common stock.

~~Paragraph~~

2) The Company shall have the right at any time to redeem any part or the whole of these shares of Preferred Stock upon payment to the holder of the par value thereof and accrued dividends thereon. The Company shall give to the holder at least ten (10) days written notice of its intention to redeem, any part or the whole thereof, by mail addressed to the holder at the address shown on the books of the Company. Such notice to fix the date of redemption and the amount intended to be redeemed. On or before the date stated in the notice for redemption, the holder shall cause his certificate or certificates of the shares of this preferred stock to be delivered to the Company for payment and cancellation, and upon partial redemption, the Company shall furnish the holder with a new certificate for the balance of the unredeemed shares. The holders of shares of this Preferred Stock shall not be entitled to any dividends on that portion of the shares to be redeemed from the date specified in the notice for redemption.

3) The holders of the shares of this Preferred Stock shall have no right to vote and shall not be entitled to any notice of any meetings of stockholders of the Company, except for those purposes, if any, for which said rights cannot be denied or waived under some ^(OVER) mandatory provision of law which shall be controlling.

~~Article No.~~

4) These shares of Preferred Stock are transferable only on the books of the Company by the owner in person, or by his duly authorized attorney, upon surrender of the certificate properly endorsed.

5) In case of liquidation, dissolution or distribution of the assets of this Company, the owners of the shares of this Preferred Stock shall be paid the par value of their Preferred Shares, and the amount of dividends accumulated and unpaid thereon, before any amount shall be distributed among the owners of the Common Stock.

"Article No.

"Article No.

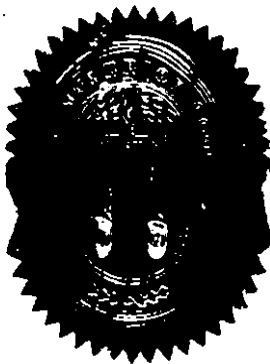
"Article No.

"Article No.

Commonwealth of Massachusetts

SUFFOLK, ss.

I, THOMAS DORGAN, of Boston, in said County, duly elected, qualified and sworn as Clerk of the Superior Court, for and within said County and Commonwealth, dwelling in Boston in said County, said Court being a Court of record with a seal which is hereto affixed, the records and seal of which Court I have the custody, do herein and hereby in the performance of my duty as said Clerk, certify and attest that



Form 151-6 18-60 -2000

Massachusetts
State of Rhode Island,
County of Suffolk

ATTEST:

Alvin M. [Signature]

President (or Vice-President).

Benjamin Albert

Secretary (or Assistant Secretary).

In the

3rd City of *Free Boston*

on this

3rd

day of *June*

A. D. 1955, subscribed and sworn to before me.

Benjamin Korolick

Notary Public.

My Commission expires April 14, 1955.

BUSINESS

ORIGINAL

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF ASSOCIATION OR
CHARTER OF**

WARREN PETROLEUM

CORPORATION

Duly Incorporated Under the Laws of
the State of Rhode Island.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

JUN - 5 1952 19